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and Certain of Its Affiliates

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re** : **Chapter 11 Case No.**  
:   
**LEHMAN BROTHERS HOLDINGS INC., et al.,** : **08-13555 (SCC)**  
:   
**Debtors.** : **(Jointly Administered)**  
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**DECLARATION OF RALPH I. MILLER IN SUPPORT  
OF PLAN ADMINISTRATOR'S REPLY IN FURTHER SUPPORT OF  
OBJECTION TO CLAIM 17889 FILED BY UBS FINANCIAL SERVICES INC.**

I, Ralph I. Miller, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a member of the firm Weil, Gotshal & Manges LLP, which maintains an office for the practice of law at 767 Fifth Avenue, New York, New York 10153. I am an attorney at law, duly admitted and in good standing to practice in the State of New York and the United States District Court for the Southern District of New York.

2. I submit this Declaration in support of the Plan Administrator's Reply in Further Support of Objection to Claim 17889 Filed by UBS Financial Services, Inc. (the "Reply"), filed concurrently herewith. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Reply.

3. Attached as Exhibit A hereto is a true and correct copy of claim number 17889 filed by UBS Financial Services, Inc. in Case No. 08-13555 (SCC).

4. Attached as Exhibit B hereto is a true and correct copy of the *Memorandum Opinion Authorizing And Directing The Subordination of Claims of Claren Road Credit Master Fund Ltd. and Certain Underwriters* of the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”), dated January 27, 2014, which is available at *In re Lehman Bros. Inc.*, 503 B.R. 778 (Bankr. S.D.N.Y. 2014).

5. Attached as Exhibit C hereto is a true and correct copy of *Opinion and Order* of the United States District Court for the Southern District of New York (the “District Court”) affirming the Bankruptcy Court LBI Decision, dated September 9, 2014, which is available at *In re Lehman Bros., Inc.*, Case No. 14-cv-1742(SAS), 2014 U.S. Dist. LEXIS 124590 (S.D.N.Y. Sept. 5, 2014).

6. Attached as Exhibit D hereto is a true and correct copy from the electronic case filing docket maintained by the Bankruptcy Court of the transcript of the hearing held before the Bankruptcy Court on January 8, 2014 in the SIPA Proceeding, which is available at Case No. 08-01420 (SCC), ECF No. 8252.

7. Attached as Exhibit E hereto is a true and correct copy from the electronic case filing docket maintained by the Bankruptcy Court of the *SIPA Trustee’s One Hundred Fourth Omnibus Objection to General Creditor Claims (No Liability Claims)*, dated July 12, 2013, which is available at Case No. 08-01420 (SCC), ECF No. 6768.

8. Attached as Exhibit F hereto is a true and correct copy from the electronic case filing docket maintained by the Bankruptcy Court of the *Response of Underwriter Claimants to the Trustee’s One Hundred Fourth Omnibus Objection to General Creditor Claims*

(*No Liability Claims*), dated September 9, 2013, which is available at Case No. 08-01420 (SCC), ECF No. 7205.<sup>1</sup>

9. Attached as Exhibit G hereto is a true and correct copy from the electronic case filing docket maintained by the Bankruptcy Court of the *Response of UBS Financial Services Inc. to the Trustee's One Hundred Fourth Omnibus Objection to General Creditor Claims (No Liability Claims)*, dated September 9, 2013, which is available at Case No. 08-01420 (SCC), ECF No. 7206, attached to which is a true and correct copy of the *Declaration of Kenneth G. Crowley*, which was filed in support thereof at Case No. 08-01420 (SCC), ECF No. 7207.

10. Attached as Exhibit H hereto is a true and correct copy from the electronic case filing docket maintained by the Bankruptcy Court of the *Trustee's Omnibus Reply in Support of the One Hundred Fourth Omnibus Objection to General Creditor Claims (No Liability Claims)*, dated December 18, 2013, which is available at Case No. 08-01420-(SCC), ECF No. 7920.

11. Attached as Exhibit I hereto is a true and correct copy from the electronic case filing docket maintained by the District Court of the *Opening Brief of Appellant UBS Financial Services Inc.*, dated April 25, 2014, which is available at Case No. 1:14-cv-02305-SAS, ECF No. 11.

12. Attached as Exhibit J hereto is a true and correct copy from the electronic case filing docket maintained by the District Court of the *Brief For The Appellee Trustee*, dated May 23, 2014, which is available at Case No. 1:14-cv-02305-SAS, ECF No. 13.

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<sup>1</sup> The Junior Underwriters also filed 11 declarations in support of the *Response of Underwriter Claimants to the Trustee's One Hundred Fourth Omnibus Objection to the General Creditor Claims (No Liability Claims)*, located at Case No. 08-01420-(SCC), ECF Nos. 7194 – 7204, which have been omitted from this declaration. Copies of these declarations are available upon request.

13. Attached as Exhibit K hereto is a true and correct copy from the electronic case filing docket maintained by the District Court of the *Reply Brief of Appellant UBS Financial Services Inc.*, dated June 16, 2014, which is available at Case No. 1:14-cv-02305-SAS, ECF No.

15.

14. I hereby declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Dated: November 17, 2014  
New York, New York

/s/ Ralph I. Miller  
Ralph I. Miller

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